

MARVEL
COMICS

ROUND ROBIN: THE SIDEKICK'S REVENGE!

PART THREE
OF SIX



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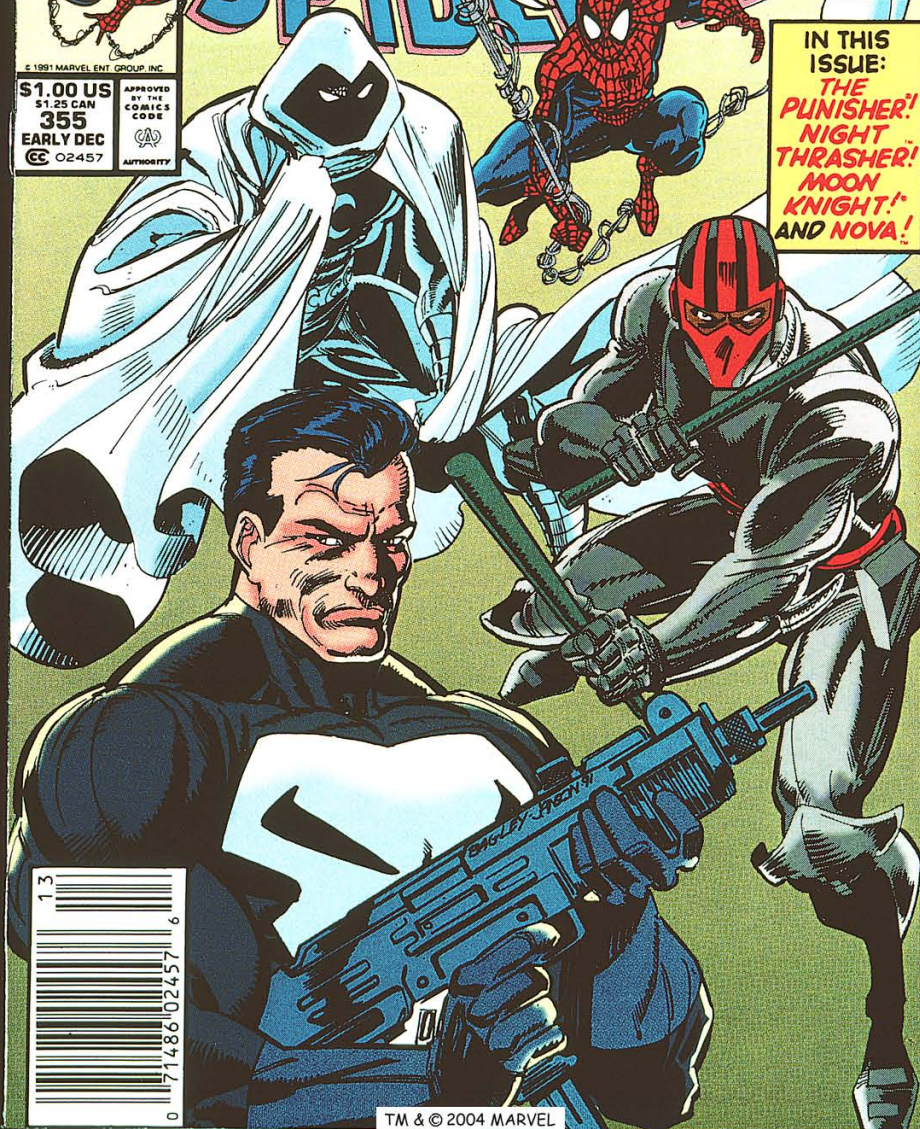
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the AMAZING SPIDER-MAN

HEY! WHOSE
MAG IS THIS,
ANYWAY?!

NOW ON SALE
TWICE A MONTH!

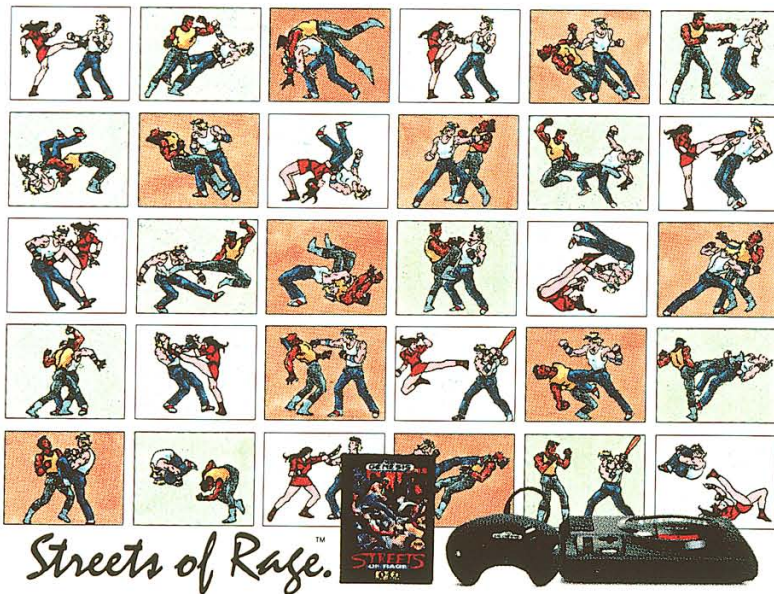
IN THIS
ISSUE:
**THE
PUNISHER!
NIGHT
THRASHER!
MOON
KNIGHT!
AND NOVA!**



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Choose from a smashing assortment of socks and belts.



Streets of Rage.

Here's a street fighting game that'll knock your socks off. New Streets of Rage from Sega Genesis. You get a total of 40 individually controllable attack moves. Upper cuts. Head butts. Flying double knee attacks. Neck grabs. Jumping pile drivers.

You'll need every one of them, too, to clean up these streets. This neighborhood's crawling with punks, mug-

gers and urban riff-raff. You and a buddy, fighting side by side, take on up to eight of these toughs at once.

Go at 'em with everything you've got. Pipes. Bottles. Knives. Dish out justice however you see fit. Remember, you're the good guys. But watch your back.

SEGA GENESIS

are even more ruthless than you are. Gangs of 'em come at you from everywhere...and keep on coming.

So if you want to clean up the streets, don't just sit there. Do something. Get Streets of Rage from Sega.



Leading the 16-bit revolution.™

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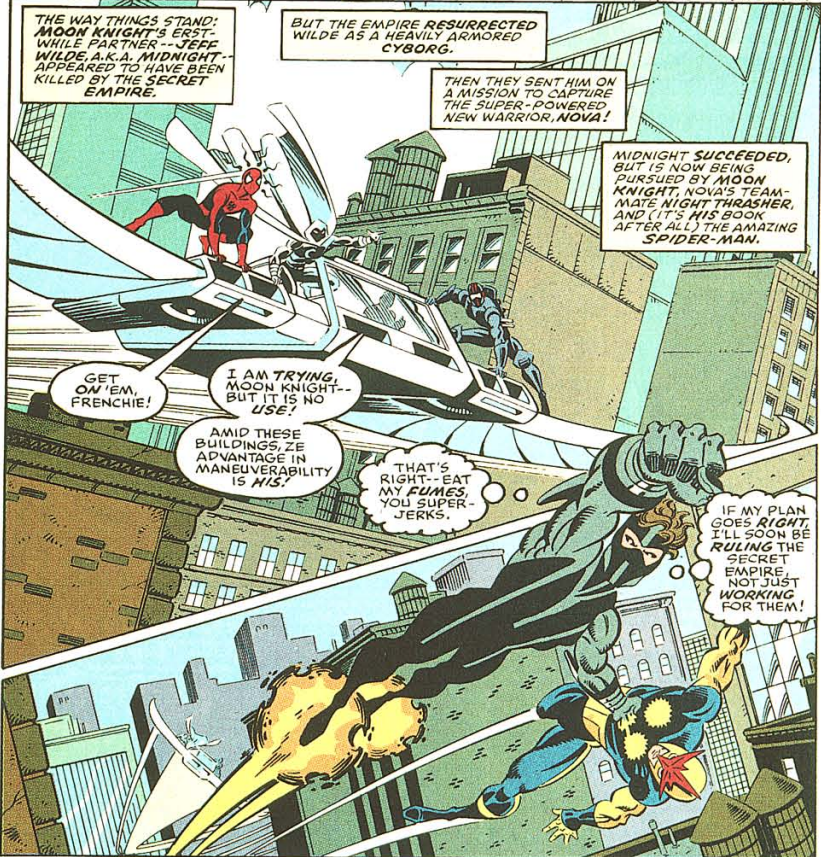
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BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

TOTAL ECLIPSE OF THE MOON... KNIGHT!

AL MILGROM MARK BAGLEY RANDY EMBERLIN JOE ROSEN BOB SHAREN DANNY FINGEROTH TOM DEFALCO
WRITER LAYOUTER FINISHER LETTERER COLORIST EDITOR EDITOR IN CHIEF



THE WAY THINGS STAND: MOON KNIGHT'S BEST WHILE PARTNER--JEEF WILDE, A.K.A. MIDNIGHT--APPEARED TO HAVE BEEN KILLED BY THE SECRET EMPIRE.

BUT THE EMPIRE RESURRECTED WILDE AS A HEAVILY ARMORED CYBORG.

THEN THEY SENT HIM ON A MISSION TO CAPTURE THE SUPER-POWERED NEW WARRIOR, NOVA!

MIDNIGHT SUCCEEDED, BUT IS NOW BEING PURSUED BY MOON KNIGHT. NOVA'S TEAMMATE NIGHT THRASHER, AND (IT'S HIS BOOK AFTER ALL) THE AMAZING SPIDER-MAN.

GET ON 'EM, FRENCHIE!

I AM TRYING, MOON KNIGHT-- BUT IT IS NO USE!

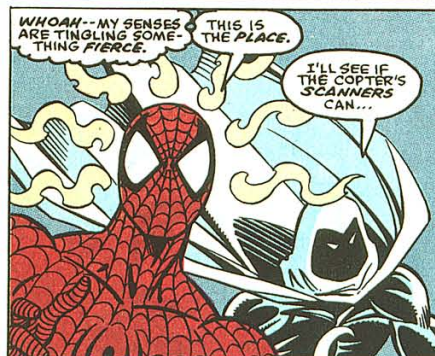
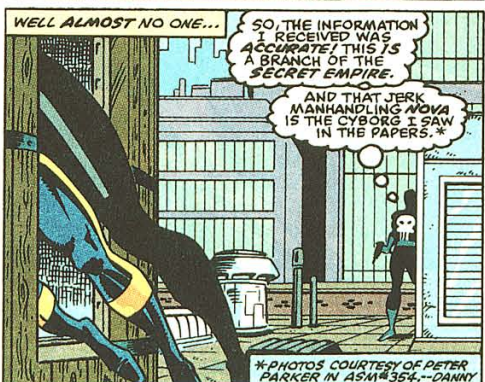
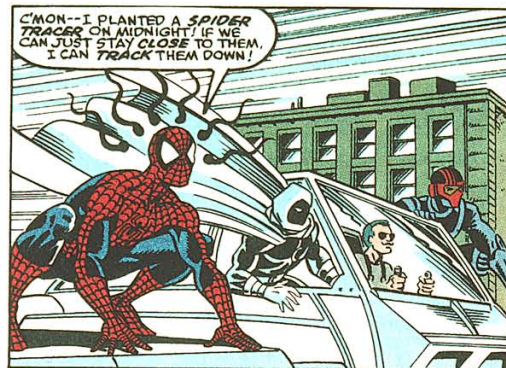
AMID THESE BULBINGS, ZE ADVANTAGE IN MANEUVERABILITY IS HIS!

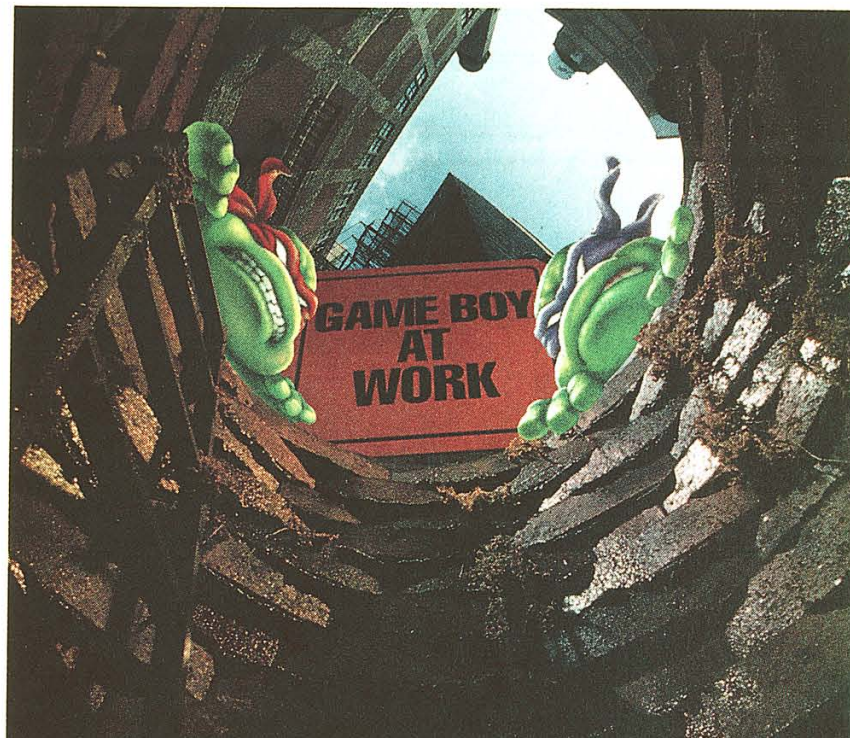
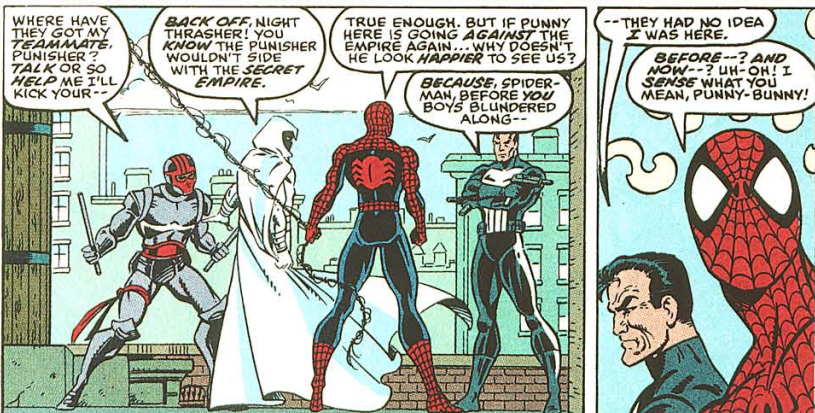
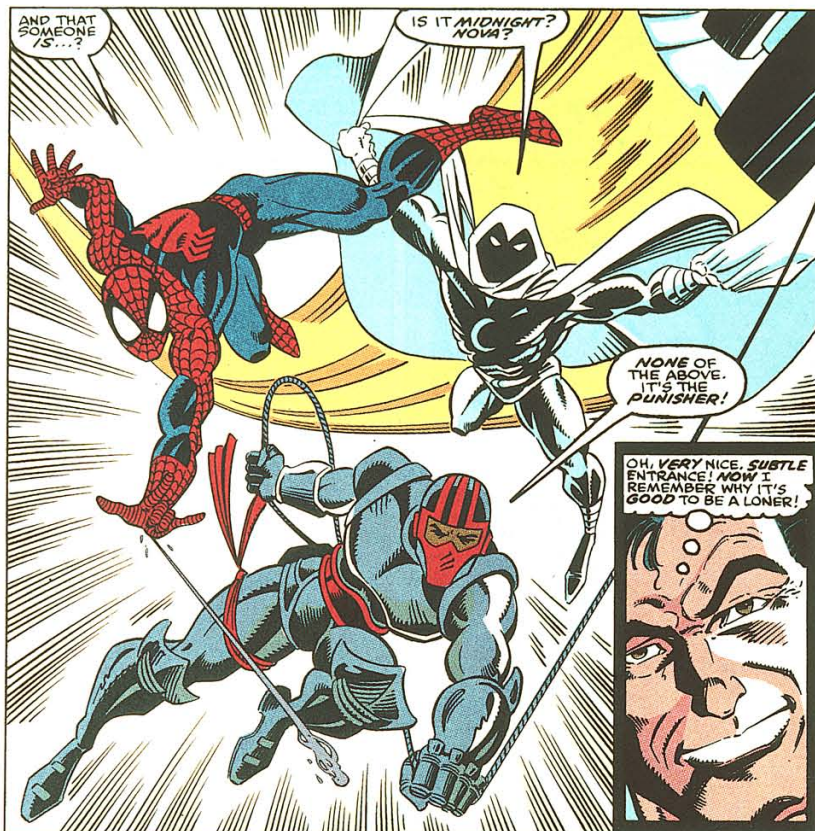
THAT'S RIGHT--EAT MY FUMES, YOU SUPER-JERKS.

IF MY PLAN GOES RIGHT, I'LL SOON BE RULING THE SECRET EMPIRE. NOT JUST WORKING FOR THEM!

THE AMAZING SPIDER-MAN® Vol. 1, No. 355, Early December, 1991. ISSN# 0774-5232. Published by MARVEL COMICS, Terry Stewart, President; Stan Lee, Publisher; Michael Hobson, Group Vice President; Publishing OFFICE OF PUBLICATION, 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10014. SECOND CLASS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. Published monthly except some monthly November, December, and January. Copyright © 1991 Marvel Entertainment Group, Inc. All rights reserved. Price \$3.00 per copy in the U.S. and \$4.25 in Canada. Subscription rate for 12 issues \$32.00 U.S. \$24.00 foreign. Canadian subscribers must add \$8.00 for postage and GST #R127032852. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers, and is sold subject to the condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. THE AMAZING SPIDER-MAN (including all prominent characters featured in the issue and the distinctive likenesses thereof) is a trademark of MARVEL ENTERTAINMENT GROUP, INC. POSTMASTER: SEND ADDRESS CHANGES TO: THE AMAZING SPIDER-MAN, c/o MARVEL COMICS, 9TH FLOOR, 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. Printed in the U.S.A.

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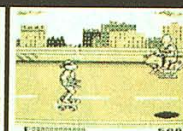
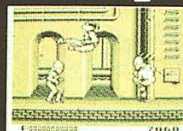


GET YOUR MIND BACK IN THE GUTTER.

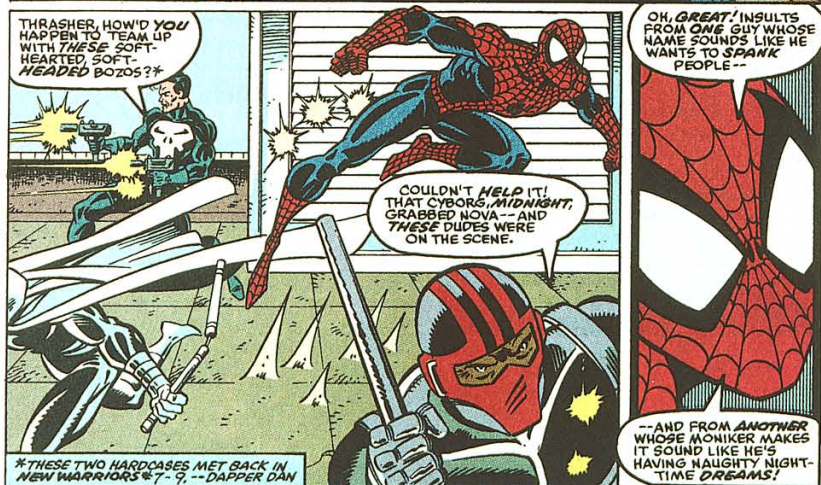
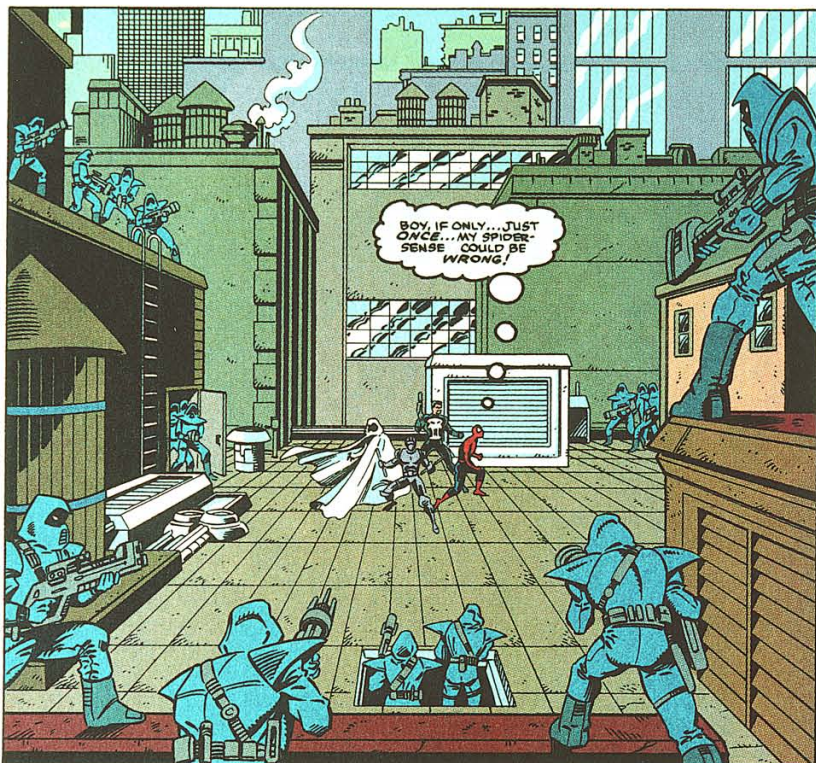
Time to get crude and rude, dude. 'Cause Shredder's nabbed April O'Neil again in Teenage Mutant Ninja Turtles™ II Back from the Sewers™ Konami's® new bodacious shell bound shell shocker for Game Boy.®

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- Attempt to release captured Turtles in the most excellent rescue levels.
- All new feature lets you choose a level of difficulty.
- Walk, talk, jump, climb, skateboard and surf through downtown sewers, abandoned buildings, subways, highways, the Technodrome and other areas o' pain.
- Righteous reporter April is missing serious air time, dude. So get slicing and maybe Shredder will choke 'n croak for good. Not!

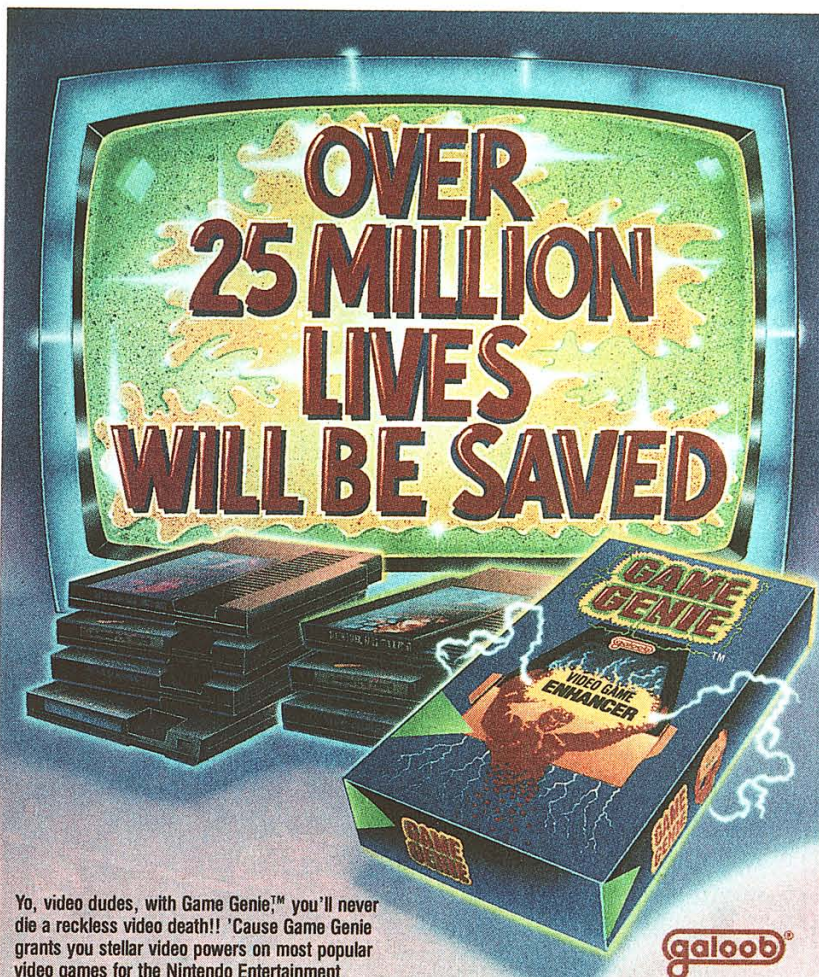
KONAMI



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*THESE TWO HARDASSES MET BACK IN NEW WARRIORS #7-9, --DAPPER DAN



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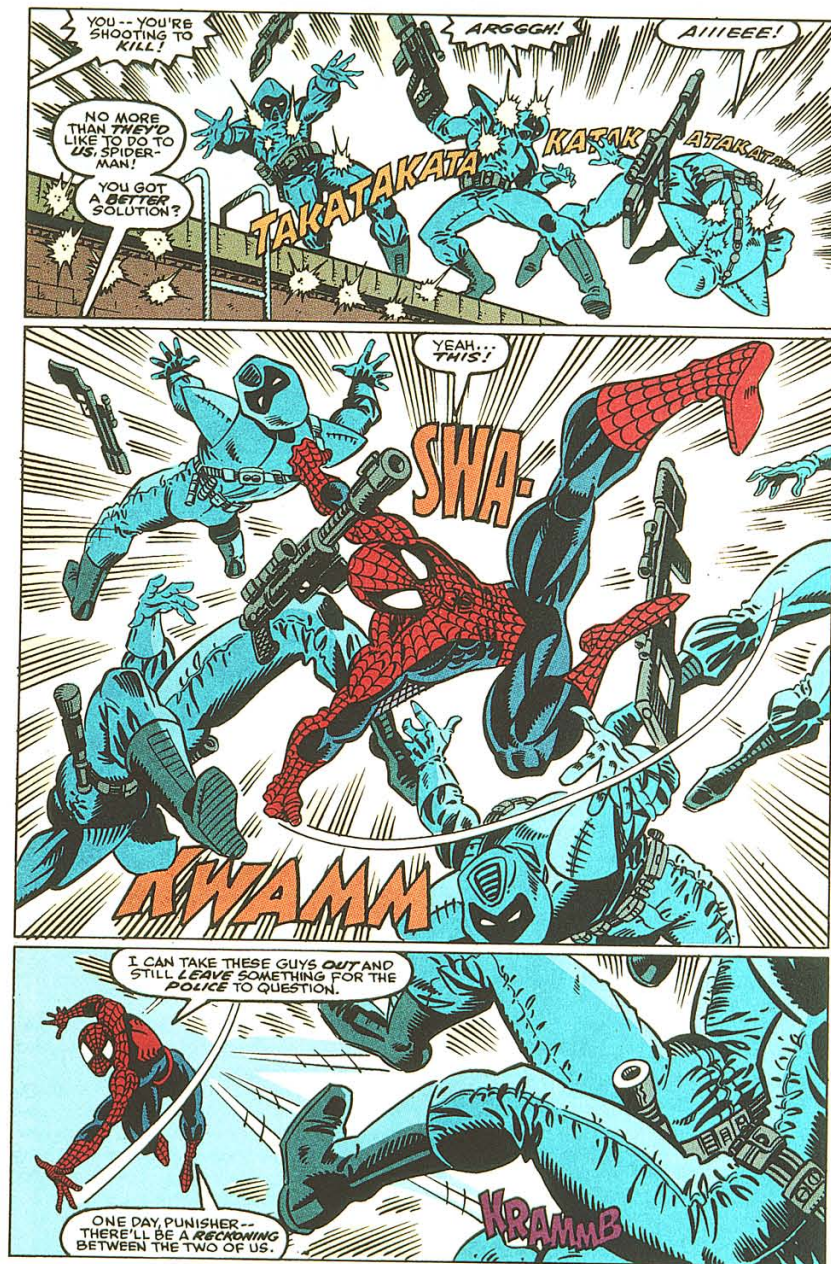
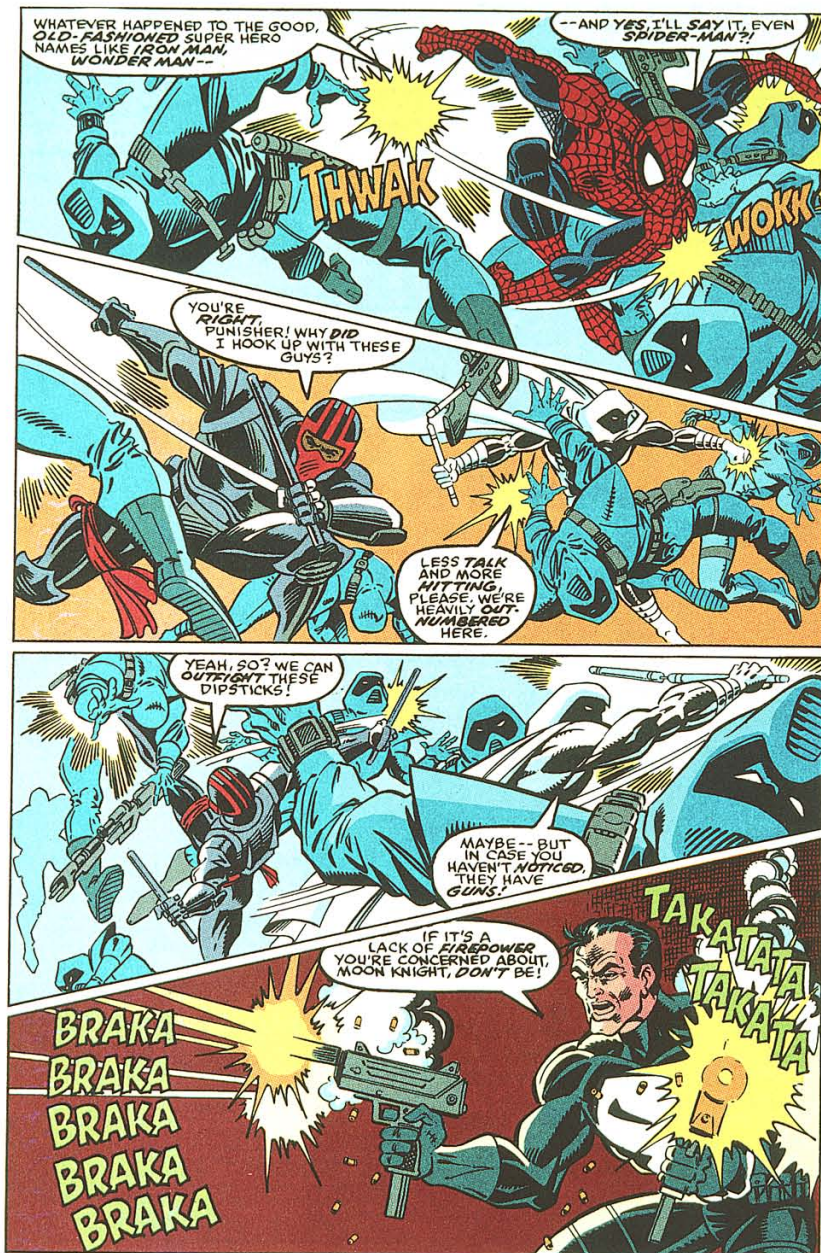


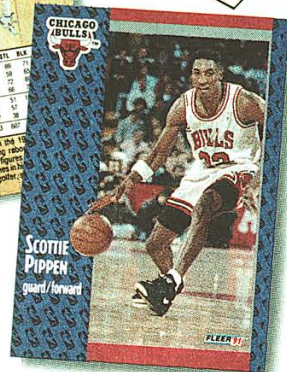
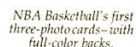
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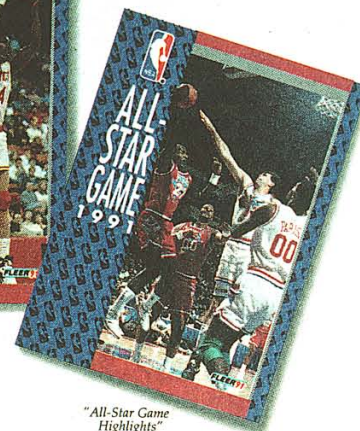
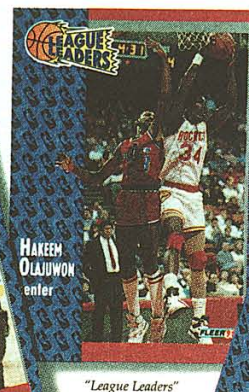
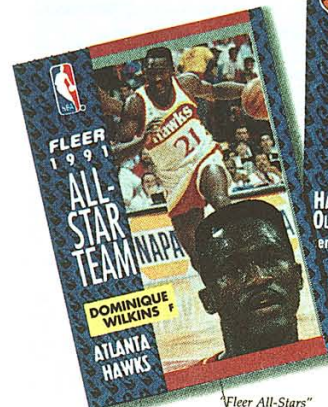
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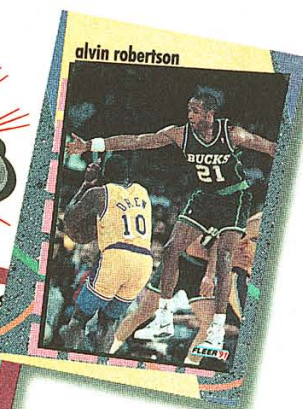
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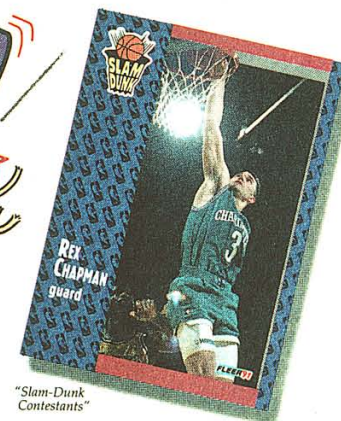


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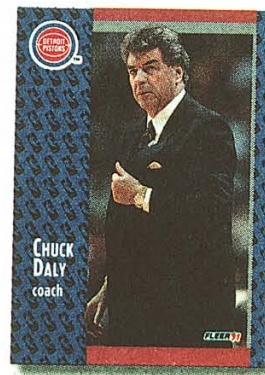


"NBA Schoolyard Stars"
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This season, we're putting on the full-court press—with three hot limited-edition subsets! We're talking six "Pro-Visions"™ art cards by Terry Smith. Plus ten new "Rookie Sensations" cards, with all the greatest new talent. Plus six new "NBA Schoolyard Stars" cards, honoring players who went from their neighborhood playgrounds to the national spotlight.



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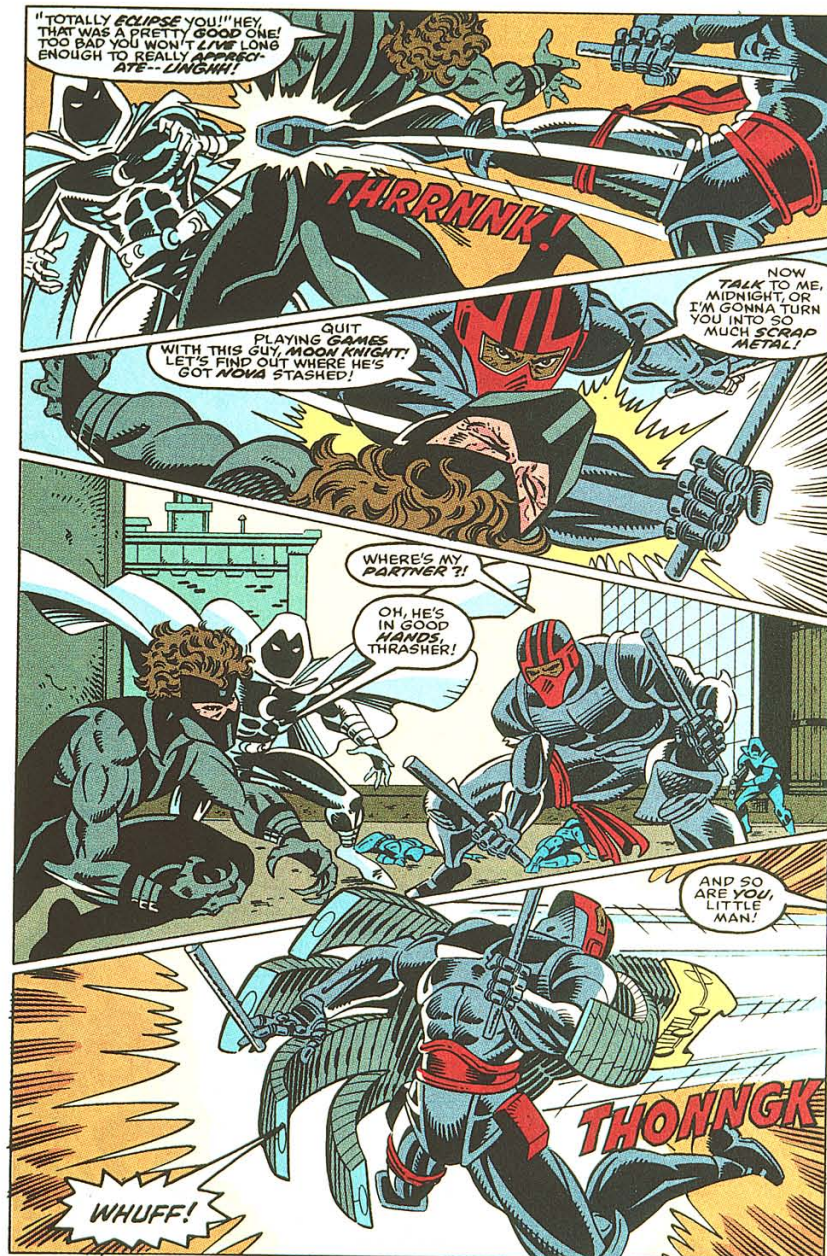
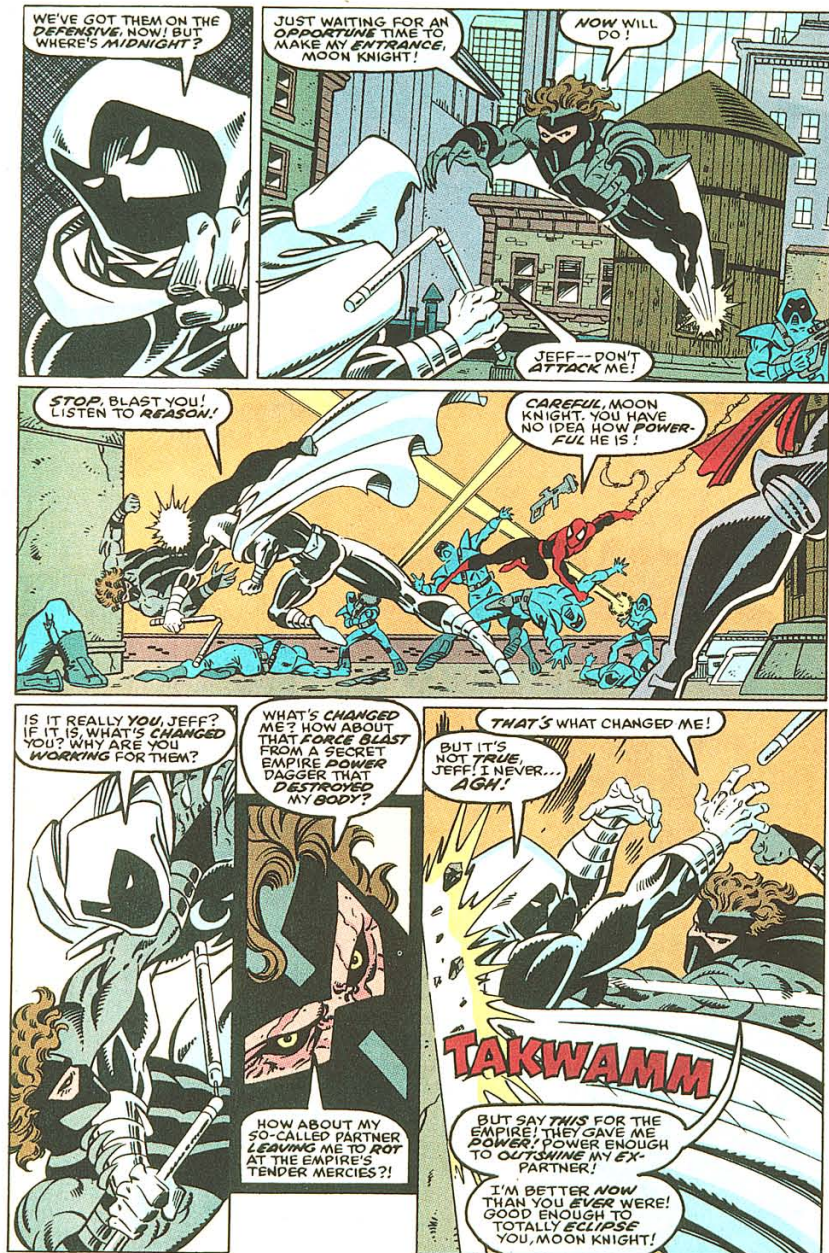
"NBA Coaches"

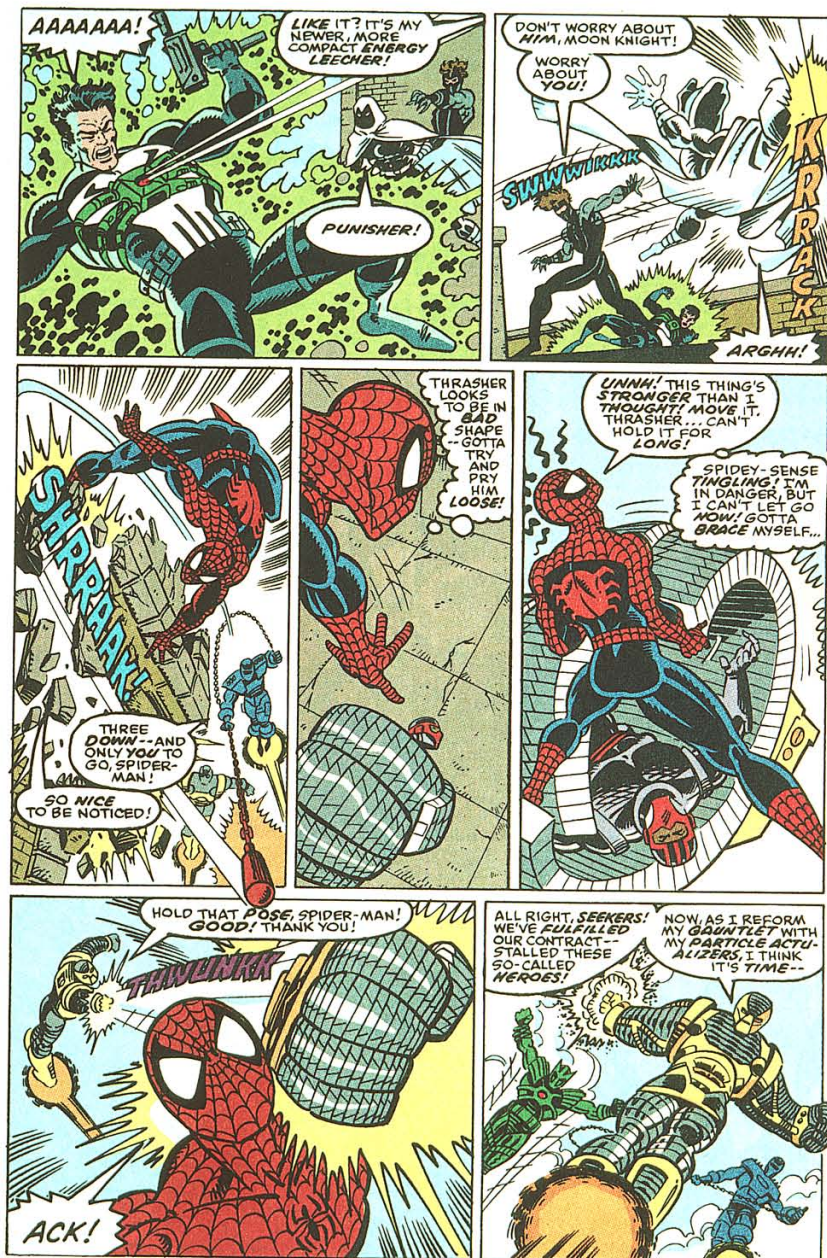
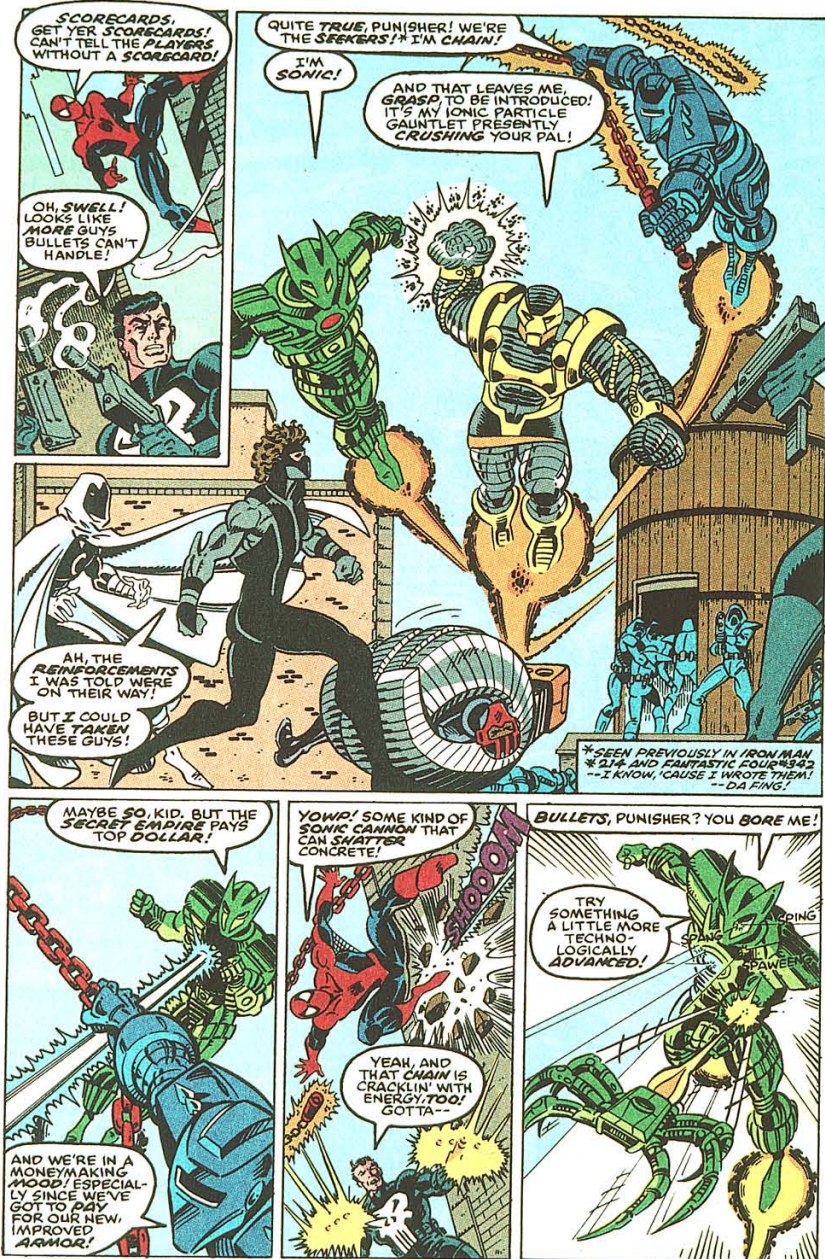
And... we're scorching the nets with five more amazing subsets in all pack types! You get the popular "Fleer All-Stars" and "League Leaders", plus three radical new subsets: "All-Star Game Highlights", "Slam-Dunk Contestants" and "NBA Coaches".

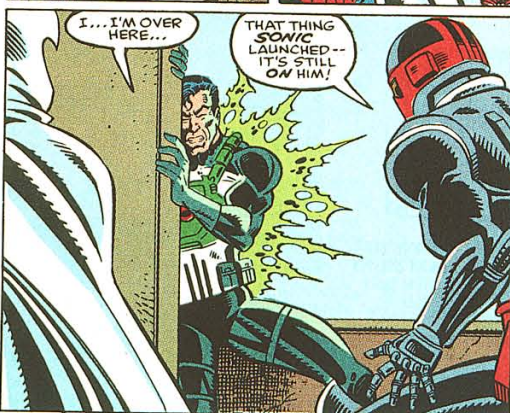
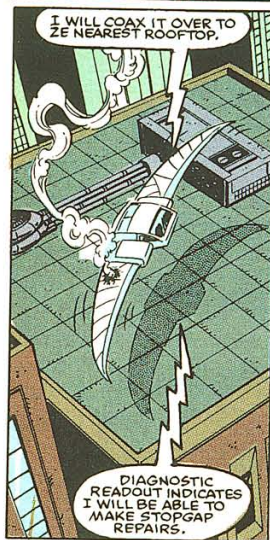
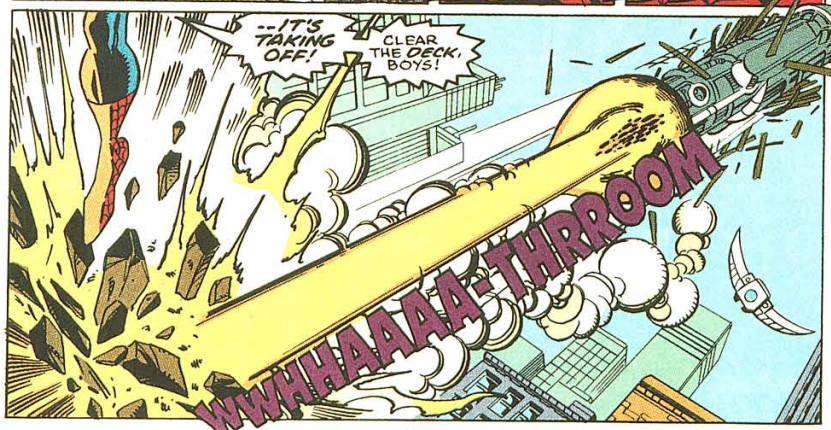
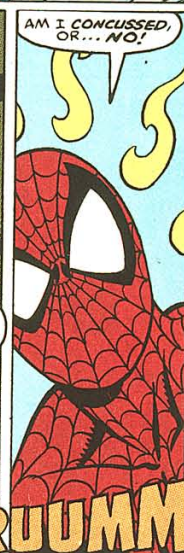
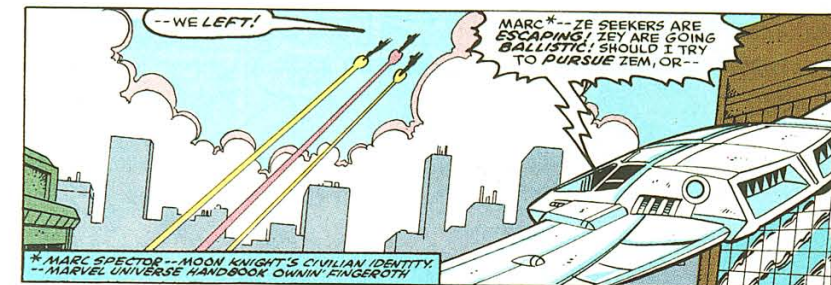
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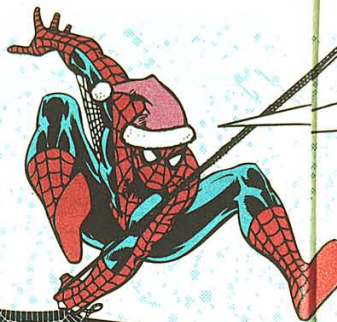


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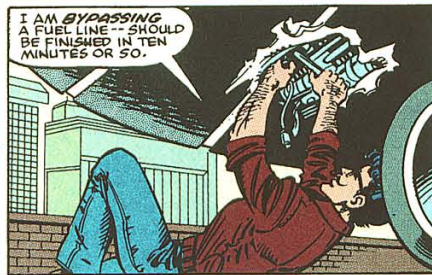
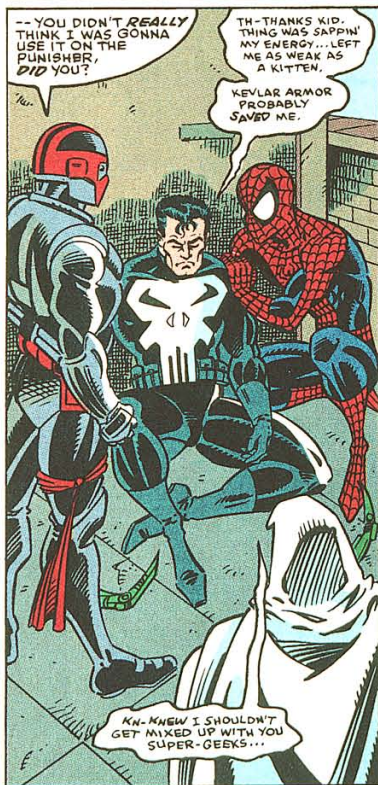


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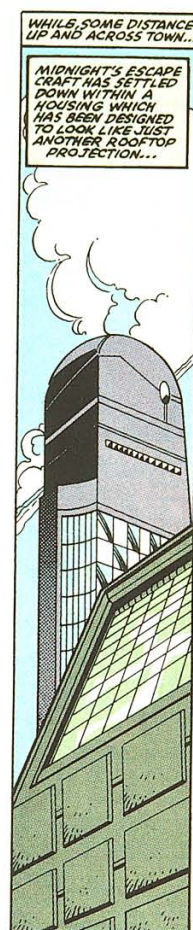
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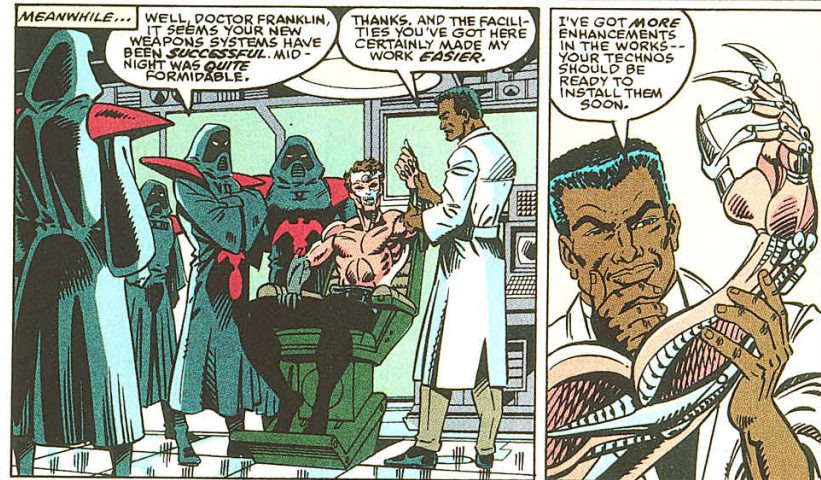
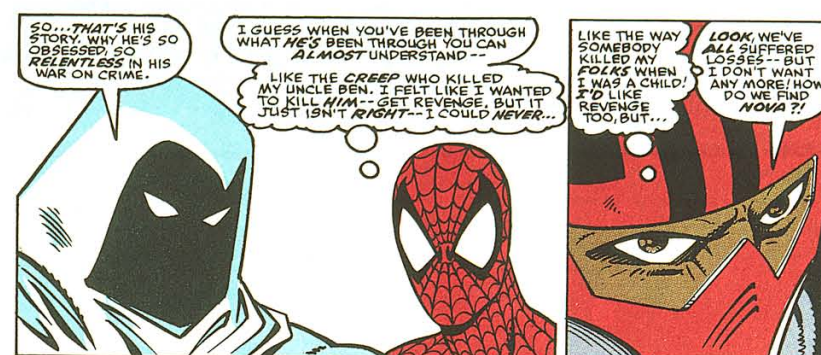
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STAN'S SOAPBOX

Hi, Heroes!

Who wants to win a frankly fictitious Frammistat complete with one megabyte of RAM and driver's side air bag? All you have to do is answer a question that's been plaguing me for years, namely: Why in the name of Wolverine's manicurist can't the world's greatest comic book company ever get a date right? And if that doesn't whet your decadent curiosity then poor ol' Stan has lost his tender touch!

Let me elucidate. A few months ago I wrote a Soapbox column touting the famous San Diego Comic Con which was held during the July 4th holiday, suggesting that you attend it if you could. So far so

good, right? Wrong! The column was supposed to appear in the Marvel mags which went on sale in June, to give those wanting to attend the Con enough time to make their travel plans. So what happened? We cleverly managed to print the Soapbox in titles that went on sale AFTER the Con was over!

Of course, no blushing! Bullpenner will ever admit that Marvel can err, so this is to announce that it really wasn't a mistake! We were simply advertising NEXT year's San Diego Con, and doing it twelve months early!

Y'know, the reason we started awarding no-prizes to readers who discovered mistakes in our mags is that we made so many of them that our only recourse was

to make a game of it! Which means it's time for a brand-new no-prize contest! I will proudly award some exclusive, frost-free no-prizes, complete with woofers and tweeters, to the Marvel maniacs who submit the best slogan describing our peculiar propensity for fantastic foul-ups! To get you started, here's an example: "Marvel, the Blundering Bastion of Bone-headed Boo-Boos!" Now, hey, don't tell me you can't come up with a better one than that! But you'll really have to search for the winning entries — we'll probably print 'em in the wrong mag!

Excelsior!

Stan Lee

It's October, so it's time once again for creepies, crawlies, and things that go bump in the night. That's right — it's that time of year once again when our editor in chief Tom DeFalco cleans out his refrigerator!

It's also Halloween season — a time for facades, ruses, and masks. A time for deceptions, tricks, treats, Shams, scams, and hams (sorry — it's lunch time). A time to pretend to be something you're not. As our old friend Mr. Rogers might have put it, it's time to ride that little trolley into the land of make-believe.

In the world of comics, everyone has a secret identity (in fact, the comic strip character Cathy is actually Ziggy in drag). And many comics creators share similar fantasies of wanting to dress up like their four-color fantasy figures. So for this Halloween edition of the BB, we decided to ask the Marvel Comics creative people this question: If you could be anyone or anything for Halloween this year, what would you be?

Peter David, of INCREDIBLE HULK fame, said "I'd like to be the person who gets to ask these stupid questions, instead of answer them." Peter asked us to mention that on Halloween, he gives out comics instead of candy. As he puts it, "I firmly believe in rotting a kid's brain instead of his teeth!"

SHIELD inker Don Hudson said, "I would be the Riddler, and I would have two guys accompanying me, with names written on their shirts like Chuckles and Chortles."

AMAZING SPIDER-MAN's David Michelinie chose a more horrific disguise. "I would be Fabian Nicieza. He writes five books a month, and that's scary!"

Roy Thomas, who's currently writing more CONAN than human beings should be allowed to read, said, "I'd like to be the owner of the Chicago Cubs so I could trade for a few good pitchers."

Michael Higgins, who's lettered so many AKIRA pages he's started wearing a kimono, said, "I'd be a member of the Grateful Dead."

Spider-Man villains are a popular choice this year. WEB OF SPIDER-MAN penciler Alex Saviuk said, "I'd like to be the Hobgoblin, who I happen to be drawing at the moment. I think it would be a neat visual. But considering my build, I think I would do better as the Kingpin! But I would have to shave my head!"

Writer without fear Dan Chichester would also like to be the Kingpin — "while there's still time!" Dan noted that the Kingpin is about to take a great fall over in the pages of his DAREDEVIL series.

Mike Moniola, of FAFHRD AND THE GRAY MOUSER fame, said "I would like to be a

OCTOBER
COOLOMETER

- PEEWEE HERMAN
- MARVEL STOCK
- VIRTUAL REALITY
- SEVENTIES ROCK MUSIC
- DIRT ROADS
- SERIAL KILLERS
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- MULTI-FORMAT FIRST ISSUES
- BEVERLY HILLS 90210
- APATOSAURUS SKULLS
- HIPSTERISM
- OLD WESTERNS
- DENTAL HYGIENE
- INFORMATIONALS
- CATWOMAN
- SY SPERLING
- DRUIDS
- SELF-ORGANIZED CRITICALITY
- NETWORK TV



winged monkey from the Wizard of Oz!" Mike was working on his costume even as we spoke, so don't be surprised to see him flying by your window this October 31!

ALPHA FLIGHT's artist in residence Tom Morgan told us "I'd like to be a Florida boat bum named Travis McGee."

Mark Bagley, currently knocking them dead on both AMAZING SPIDER-MAN and NEW WARRIORS artwork, said "I want to be Doc Ock, because I need the four extra arms to keep up with my deadlines!"

Editor Mike Rockwitz said he would be Petrus Steele of thrash metal group Type O Negative fame.

MARVEL AGE's own Mike Lackey echoed Mike Rockwitz's sentiments, saying he would be the grind-core thrash group, Gwar. Not just one member of the group, but the entire group! No small thinker, that Mike Lackey!

Editor Craig Anderson, currently preparing to launch an all-new ADAM WARLOCK series with writer Jim Starlin, said he would be "Kim Basinger's bicycle seat."

Glenn Herdling, who is No Longer Submissions Editor (but is editing the new NOMAD series), said he would like to be "a whispering wind, so I can travel over land and sea, unobstructed, to many a foreign country. Either that, or Fred Flintstone."

Glenn's assistant, Pat Garraray — who may or may not be the New Submissions Editor (he asked us not to say, he's waiting for an appeal) said, "I want to be a movie star like Bugs Bunny or Kermit the Frog."

The PUNISHER's pal, Mike Baron, said he would like to be ballet star Mikhail Baryshnikov, because "he's got just the right amount of fame. He's unlikely to be mobbed when he goes out in public, but he's well-known in cultural circles."

Todd McFarlane, who formerly held the record for writing, drawing, and inking the best-selling comic of all time, said "I would like to be the president/owner of my own hockey trading card company, so I can tell people what to do instead of having to listen to my editor!"

Ron Lim, perhaps best known for running the INFINITY GAUNTLET earlier this year, said "I would be Kwai Chang Caine, from the Kung Fu TV series, with a group of traveling monks!"

Finally, we have ALPHA FLIGHT scripter Scott Lobdell, who said that if he could be anyone or anything for Halloween, he would be "the God of Comics for one day." Now who among us hasn't wished for that one at least once in his life?

Onward ...!



HEY, LOOK--WHAT DO WE NEED THAT CLOWN FOR ANYWAY? I BEAT HIM--I'M BETTER THAN HE IS. SO WHAT'S THE POINT?

YOU WERE AWARE THAT WE PLANNED TO EXPAND OUR DIVISION OF SUPER-POWERED OPERATIVES.



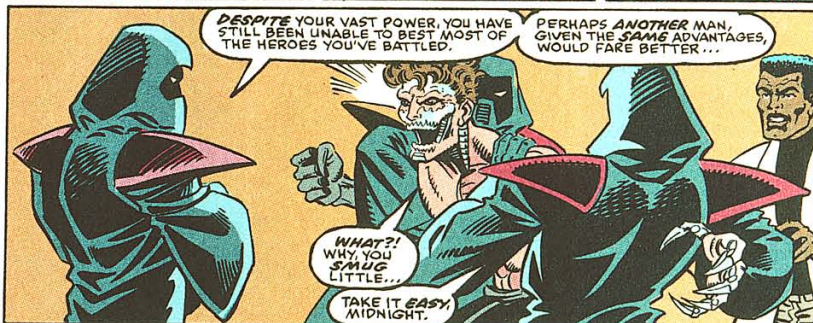
YEAH, BUT I THOUGHT THEY'D BE MORE PLAIN CYBORGS LIKE ME--AND THAT I'D BE THE ONE TO LEAD THEM!

NOW IT SOUNDS LIKE YOU'RE PLANNING FOR ME TO BE JUST ONE OF YOUR GRUNTS!



WHATEVER WE DECIDE WILL BE FOR THE GOOD OF THE SECRET EMPIRE! YOUR FEELINGS IN THE MATTER ARE OF NO IMPORTANCE.

BESIDES, YOUR PERFORMANCE SO FAR HAS BEEN LESS THAN OUTSTANDING.

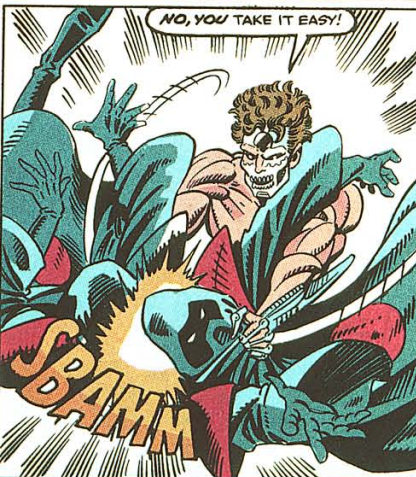


DESPITE YOUR VAST POWER, YOU HAVE STILL BEEN UNABLE TO BEST MOST OF THE HEROES YOU'VE BATTLED.

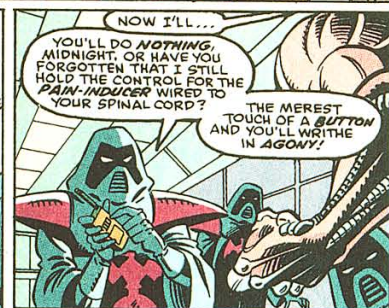
PERHAPS ANOTHER MAN, GIVEN THE SAME ADVANTAGES, WOULD FARE BETTER...

WHAT?! WHY YOU SAUG LITTLE...

TAKE IT EASY, MIDNIGHT.



NO, YOU TAKE IT EASY!



NOW I'LL...

YOU'LL DO NOTHING, MIDNIGHT, OR HAVE YOU FORGOTTEN THAT I STILL HOLD THE CONTROL FOR THE PAIN-INDUCER WIRED TO YOUR SPINAL CORD?

THE MEREST TOUCH OF A BUTTON AND YOU'LL WRITHE IN AGONY!

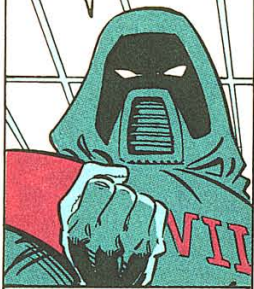


N-NO! I HAVEN'T FORGOTTEN, S-SORRY I ACTED UP LIKE THAT. JUST GOT A LITTLE STRESSED OUT!



AS YOU ALL KNOW, NUMBER ONE WAS MURDERED WHILE IN PRISON. *THOUGH WE ALL MOURN HIS LOSS, THE EMPIRE MUST GO ON.

I PROPOSE MYSELF AS THE BEST POSSIBLE CANDIDATE FOR THE POSITION.



*WE SAW IT BACK IN MOON KNIGHT #24. DID YOU? - DAN

HMMM--DIVISION IN THE RANKS. MAYBE I CAN USE THAT TO MY ADVANTAGE. IF THERE'S A VACUUM AT THE TOP, I MIGHT BE JUST THE GUY TO FILL IT.



HOLD ON, NUMBER SEVEN. WHAT MAKES YOU THINK YOU'RE ANY MORE QUALIFIED THAN I?

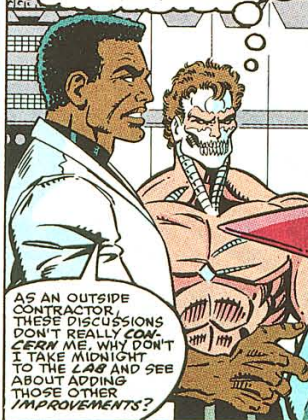


MY PLANS FOR A CYBORG ARMED FORCE, FOR ONE THING.

I HAD JUST AS MUCH TO DO WITH THAT PROPOSAL AS YOU DID, NUMBER SEVEN--AND I THINK I'D MAKE JUST AS GOOD A LEADER.

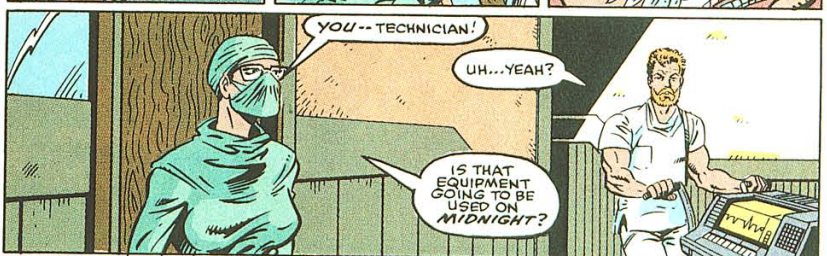


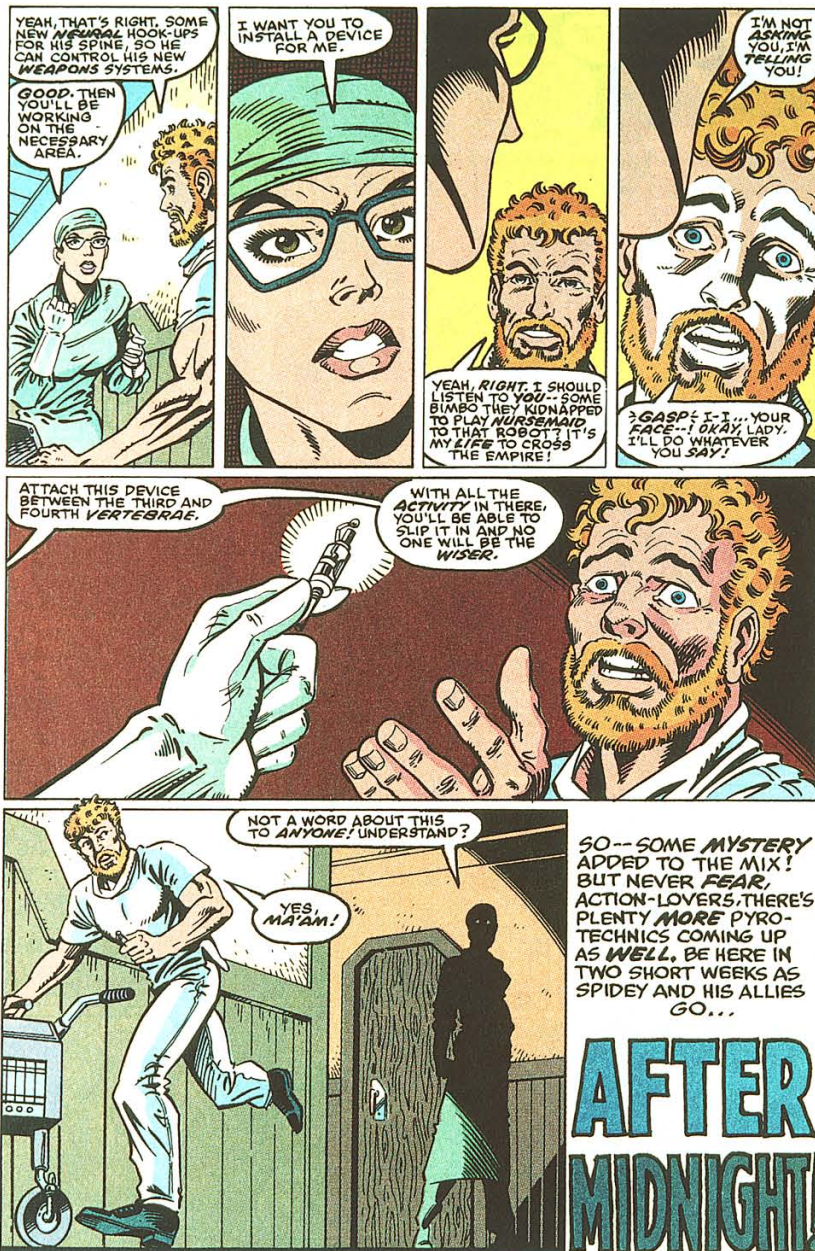
THEY MIGHT NOT LIKE IT, BUT WITH MY POWER, WHO COULD OBJECT? BUT I'VE GOT TO DO SOMETHING ABOUT THAT PAIN-INDUCER.



AS AN OUTSIDE CONTRACTOR, THESE DISCUSSIONS DON'T REALLY CONCERN ME. WHY DON'T I TAKE MIDNIGHT TO THE LAB AND SEE ABOUT ADDING THOSE OTHER IMPROVEMENTS?

YES--OF COURSE.





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That crazy,
one-eyed cave-
man, Trog, is
hungry...and
dinos Spike
and Bloop
know what that means: **RUN
FOR YOUR LIVES!**



Don't be the main
course in Trog's
Stone Age feast!

Change the course of

evolution:

don't become
Trog's Stone
Age Feast!

Instead, race
through 50
fun-filled

islands, wit-
nessing the
greatest in-
ventions of all

time: fire, the
wheel, the pogo stick (the
pogo stick?)—all invented by

Trog to catch
his dinner—
you!

Save the
Dinos...or
you're extinct!

Save the
Dinos...or
you're extinct!

Save the
Dinos...or
you're extinct!

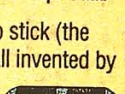
Save the
Dinos...or
you're extinct!



Trog discovers fire
and the Bar-B-Q...
all in one day!



Munch on a pineapple
and become a Trog-
stompin' T-Rex!



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got 50 action-packed
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